



BINGHAM GREENEBAUM DOLL LLP  
 3913 Solutions Center  
 Chicago, IL 60677-3009  
 1-800-436-3644  
 I.D. #61-1584266

Official Committee of Unsecured Creditors, Gregg  
 Appliances  
 c/o Renee B. Weiss, DDR Corp.- Committee  
 Chairperson  
 3300 Enterprise Parkway  
 Beachwood, OH 44122

Account No.: 127821.000001  
 Invoice No.: 4391618  
 Invoice Date: July 10, 2017

**IN RE HHGREGG, INC. ET AL CHAPTER 11 CASE**

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2017:

DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
06/01/17	TCS	B110	Memos to, from C. Hershcopf and confer J. Irving regarding fee estimate for liquidation and wind down period requested by BRG; memo to, from R. Kalnit regarding interim draw procedure	0.40
06/01/17	WLM	B112	Teleconference with creditor regarding process of filing proof of claim	0.20
06/01/17	JRI2	B170	Conference with T. Scherer regarding attorneys' fees and case budget for Committee professionals (.2)	0.20
06/01/17	JRI2	B190	Correspondence with co-professional to the Committee, R. Kalnit, and Committee members regarding dispute of Debtor's proposed KEIP (.1)	0.10
06/01/17	TCS	B220	Receipt, review R. Kalnit memo regarding changes to KEIP program	0.10
06/02/17	TCS	B112	Receipt, review creditor inquiry regarding schedule of unsecured debt and review schedules; memo to creditor, Green Mountain (.2), regarding claim amount, schedules and proof of claim information at Donlin (.2)	0.40
06/02/17	TCS	B130	Receipt, review R. Kalnit memo regarding IP sale process	0.10
06/02/17	TCS	B185	Receipt, review order on rejection of leases and fixing effective date of rejection	0.20

Indianapolis Jasper Evansville, Indiana  
 Louisville Lexington, Kentucky  
 Cincinnati, Ohio

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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
06/05/17	TCS	B170	Receipt, review BRG draw notice for March 2017	0.10
06/05/17	TCS	B170	Receipt, review M. Boyd memo regarding draw notices and payments due Committee professionals; reply M. Boyd regarding same	0.20
06/05/17	TCS	B210	Conference call R. Kalnit regarding performance under budget and liquidation alternatives	0.50
06/05/17	TCS	B220	Receipt, review UST objections regarding KERP plan and motion to seal	0.30
06/06/17	TCS	B110	Receipt, review Hokanson memo regarding hearing dates for IP sale and lender	0.30
06/06/17	TCS	B110	Receipt, review Debtor motion regarding expedited hearing on business record destruction	0.20
06/06/17	TCS	B120	Receipt, review multiple memos from debtor counsel, GALP and R. Kalnit regarding vendor credit demands and proposed complaint including target parties, amounts and process for collection of vendor credits (.3); receipt, review follow-up memos from R. Kalnit C. Herschopf regarding related claims - preferences - for creditor group (.3); review of draft complaint, demand letters (.3)	0.90
06/06/17	TCS	B120	Receipt, review Hokanson memo regarding Synchrony Bank claim and defense and proposed conference call	0.20
06/06/17	TCS	B120	Receipt, review Hokanson memo regarding CIT claim and Kovacs memo regarding collection litigation; memos from GACP, R. Kalnit regarding same	0.30
06/07/17	TCS	B110	Receipt, review notice of hearing on Debtor's motion regarding business records	0.10
06/07/17	TCS	B110	Receipt, review Hokanson memo regarding debtor claim against Synchrony; GACP response	0.10
06/07/17	TCS	B110	Receipt, review R. Kalnit, Hokanson and GACP memos regarding vendor credit claim, including detail and comments regarding LG claim (.3); receipt, review memos regarding response dates and schedule for filing suit on vendor credits (.2)	0.50
06/08/17	JRI2	B130	Correspondence with R. Kalnit and Committee members regarding IP sales and related issues (.2)	0.20
06/08/17	JRI2	B150	Correspondence with co-professionals and the	0.10

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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
			Committee members regarding Committee call to discuss case status (.1)	
06/09/17	WLM	B160	E-mail correspondence with Cooley regarding ASK objection deadline and order approving employment	0.20
06/09/17	SHM	B170	Draft Notice of Draw on Retainer for May, 2017	0.20
06/12/17	TCS	B120	Receipt, review Hokanson memo and letter regarding Synchrony claim	0.20
06/12/17	WLM	B120	Research regarding statute of limitations for breach of fiduciary duty under Indiana law (1.0); Memo to Cooley regarding same (.2)	1.20
06/12/17	JRI2	B150	Correspondence with R. Kalnit regarding case update and presentation to Committee members (.2)	0.20
06/12/17	TCS	B160	Receipt, review order on ASK employment and memo to Miskowicz regarding same	0.20
06/12/17	CBM	B170	Begin researching and drafting BGD's first interim fee application for services rendered as local counsel to the Committee of Unsecured Creditors	2.80
06/12/17	TCS	B190	Review cases and W. Mosby memo regarding statute of limitations regarding fiduciary duty claims and confer W. Mosby regarding same	0.60
06/12/17	TCS	B190	Receipt, review objections regarding destruction of business records	0.20
06/13/17	TCS	B110	Receipt, review Hokanson memo and hearing agenda	0.20
06/13/17	TCS	B120	Receipt, review Province report and budget update	0.50
06/13/17	WLM	B150	Review of slides for Committee update and participated in Committee status call	0.80
06/13/17	TCS	B185	Receipt, review memos from debtor regarding stipulation on Electrolux contract rejection and responses from constituent parties	0.30
06/13/17	TCS	B220	Receipt, review memos regarding KERP plan and comments questioning plan	0.30
06/13/17	TCS	B220	Receipt, review Kovacs declaration regarding KERP	0.10
06/14/17	TCS	B110	Receipt, review proposed agreed entry regarding Tidewater objection	0.10
06/14/17	TCS	B150	Meet with counsel for debtor and lender prior to hearings regarding open issues on today's hearing,	1.50

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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
			status of administrative claims and payments and plan for wind-down period	
06/14/17	TCS	B150	Meet with counsel for debtor and lender regarding workstream projects and plan for wind-down period	2.00
06/14/17	JRI2	B155	Prepare for and attend hearing in chapter 11 case on KERP, motion to seal, and various other matters (1.5)	1.50
06/14/17	TCS	B155	Attend hearings on lease rejections, Electrolux contract rejection, destruction of records, KERP plan	1.50
06/14/17	JRI2	B195	Travel from Louisville, KY to Indianapolis, IN for hearing and meetings, return travel (4.0)	4.00
06/14/17	TCS	B220	Memo R. Kalnit regarding KERP plan participants and L. Peterson reply regarding same	0.20
06/15/17	TCS	B140	Electrolux adequate protection motion and memo R. Kalnit	0.20
06/15/17	TCS	B185	Receipt, review motion regarding lease assumption and notice of lease rejection	0.10
06/15/17	TCS	B185	Receipt, review Hokanson memo and McCullough letter regarding Synchrony administrative claims and post-petition breach	0.30
06/15/17	JRI2	B190	Correspondence and conference with T. Scherer, R. Kalnit, S. Brown and A. Zollinger regarding dispute over Electrolux security interest and funds potentially placed in escrow, and review pleading related to the same (.3)	0.30
06/15/17	TCS	B220	Receipt, review order/hearing notice regarding KEIP; memos regarding KEIP performance metrics; UST motion to continue hearing to mid-July	0.50
06/16/17	TCS	B130	Receipt, review Synchrony objection to sale of IP	0.10
06/16/17	JRI2	B170	Correspondence with M. Boyd regarding draw requests and consider the same (.2)	0.20
06/16/17	TCS	B185	Receipt, review rejection notice - Throgmartin lease	0.10
06/16/17	TCS	B190	Receipt, review draft motion regarding Electrolux adequate protection and memos from lender, R. Kalnit regarding same	0.30
06/17/17	JRI2	B190	Correspondence between. S. Brown, A. Zollinger, and R. Kalnit regarding Motion to Escrow Electrolux funds (.2)	0.20

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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
06/19/17	TCS	B110	Memos from M. Boyd, J. Hokanson, S. Brown regarding DIP budget, payment of fees and funding by debtor; memo from and teleconference with R. Kalnit regarding same	0.40
06/19/17	TCS	B120	Receipt, review Kalnit memo regarding CIT letter of credit recovery	0.20
06/19/17	CBM	B170	Continue drafting BGD's First Interim Fee Application, including reviewing invoices to summarize work done under each billing code	2.30
06/19/17	JRI2	B170	Review and file Cooley LLP draw request for May 2017 fees (.2); review and file Bingham Greenebaum Doll LLP draw request for May 2017 fees (.2); review and file Province draw request for May 2017 fees (.2); conference and correspondence with M. Boyd, W. Mosby, T. Scherer and C. Madden regarding May draw requests and quarterly fee application (.2)	0.80
06/19/17	TCS	B170	Receipt, review R. Kalnit memo regarding interim fee application; memos to, from J. Irving regarding May draw notice and preparation of fee application; receipt, review May draw notices	0.50
06/20/17	TCS	B110	Receipt, review debtor motion regarding scheduling additional creditors	0.10
06/20/17	WLM	B120	Memo to Cooley regarding Indiana fraudulent transfer statutes	0.50
06/20/17	TCS	B140	Receipt, review stay relief motion regarding FLSA claim and appeal	0.10
06/20/17	SHM	B170	Assist J. Irving regarding May Draw Notices for Cooley, Province and BGD	0.30
06/20/17	TCS	B170	Receipt, review notice regarding debtor interim fee application and Ice Miller fee application	0.30
06/20/17	WLM	B170	Memo to Cooley regarding form interim fee application for financial advisor in Southern District of Indiana	0.30
06/20/17	TCS	B190	Receipt, review memo regarding Electrolux case management plan	0.10
06/21/17	TCS	B110	Receipt, review M. Boyd memo regarding supplement to Committee fee application regarding expanded role and reply regarding same	0.30

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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
06/21/17	TCS	B110	Receipt, review Hokanson memo and court staff comments regarding 6/27 hearing agenda, hearing date for asset sale and interim fee application	0.20
06/21/17	TCS	B120	Receipt, review Samsung settlement agreement	0.10
06/21/17	CBM	B170	Calculate breakdown of hours by timekeeper; calculate breakdown of hours by project category; complete first draft of BGD's First Interim Fee Application, exhibits, and proposed order	2.60
06/21/17	JRI2	B170	Correspondence with J. Hokanson, T. Scherer, W. Mosby, M. Boyd, and C. Madden regarding draw requests and fee applications (.2); consider impact of UST Large Case guidelines (.1); conference and correspondence with C. Madden regarding fee application (.2)	0.50
06/21/17	TCS	B170	Receipt, review M. Boyd memo regarding interim fee applications and reply regarding same; memos to, from J. Irving regarding same	0.30
06/21/17	TCS	B185	Receipt, review memos regarding landlord adequate protection claim and payment of stub sent	0.10
06/22/17	CBM	B170	Review US Trustee's Fee Guidelines for larger chapter 11 cases (1.0); create tables summarizing fees by timekeeper, project category, Committee blended rate, general blended rate for BGD' First Interim Fee Application (1.5); draft cover sheet summarizing BGD's Fee Application (1.5); revise BGD's Fee Application pleading to conform to US Trustee's Fee Guidelines (1.5); correspondence with J. Carver regarding calculation of BGD's general blended rate for the year preceding Committee representation (.3); email correspondence with M. Boyd regarding BGD Fee Application (1.0)	6.80
06/22/17	JRI2	B170	Conference and correspondence regarding draw requests and quarterly fee applications with C. Madden and co-professionals to the Committee at Cooley LLP and Province (.2); consider the same (.2)	0.40
06/22/17	JRI2	B190	Correspondence with C. Hershcopf, M. Boyd and Committee members regarding preference demand letters and consider the same (.2)	0.20
06/22/17	TCS	B190	Receipt, review multiple appearances for class of employees with claims and Hokanson memo	0.40

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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
			regarding assertion of statutory employee lien and stay relief motion	
06/22/17	TCS	B190	Receipt, review C. Herschopf memo and demands on Zimmerman and Just Marketing	0.20
06/23/17	TCS	B120	Receipt, review R. Kalnit memo and Samsung settlement motion and notice	0.20
06/23/17	TCS	B120	Receipt, review R. Kalnit memo with report on IP sale	0.10
06/23/17	TCS	B120	Receipt, review motion to sell class action claims and proposed bid procedures	0.30
06/23/17	CBM	B170	Receive comments from T. Scherer regarding BGD's First Interim Fee Application (.3); revise BGD's Application accordingly (.7); correspondence with J. Carver regarding calculation of BGD's blended rate (.3); correspondence with M. Boyd of Cooley regarding BGD's Application and Cooley's Application (.6); correspondence with J. Irving regarding preparation and filing of all Fee Applications (.6); prepare proposed order for Cooley's Interim Fee Application (.6); prepare Notice for Province's Interim Fee Application (.6); add certificates of service to Cooley and Province Fee Applications (.6); format BGD, Cooley, and Province fee applications and related exhibits, proposed orders, and notices for filing (.6); correspondence with S. Mays regarding filing of the same (.6)	5.50
06/23/17	JRI2	B170	Correspondence and conference with M. Boyd of Cooley LLP, Stilian Morris of Province, C. Madden and S. Mays regarding reviewing, finalizing and filing quarterly fee applications for Committee professionals (1.0); review and revise fee applications (.5); pull ledes files for BGD's quarterly bills to UST and otherwise confirm that applications comply with UST Large Case Fee Guidelines and includes appropriate summaries of blended rates, etc. (.5)	2.00
06/23/17	SHM	B170	Assist C. Madden regarding BGD interim fee application	0.20
06/23/17	SHM	B170	Revise; finalize; electronically file and serve First Interim Fee Applications of Cooley, BGD and Province	2.30
06/23/17	TCS	B170	Review, revise BGD interim fee application and	0.80

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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
			confer C. Madden regarding same (.6); receipt, review Committee professional application and objection notices (.2)	
06/23/17	WLM	B170	Attn to interim fee app issues	0.30
06/23/17	TCS	B185	Receipt, review Hokanson memo regarding resolutions proposed for Synchrony objection	0.10
06/23/17	TCS	B185	Receipt, review Hokanson memo, A. Kight proposal for claim allowance and BRG response regarding Throgmartin stub rent	0.20
06/26/17	TCS	B170	Review, analysis of BRG memo regarding DIP budget and payments amounts for March and April to professionals	0.20
06/27/17	TCS	B112	Teleconference creditor regarding case status and proof of claim	0.20
06/27/17	JRI2	B130	Correspondence with R. Kalnit and Committee members regarding sale of IP assets and conference with T. Scherer regarding the same (.2)	0.20
06/27/17	TCS	B130	Receipt, review Hokanson memo and proposed order on sale of IP and review same	0.10
06/27/17	TCS	B155	Attend hearings regarding IP sale and landlord objections to lease rejection regarding mechanic's lien claim	1.00
06/27/17	JRI2	B170	Correspondence and conference with co-professionals to the Committee at Cooley LLP and T. Scherer regarding professionals fee budget and related issues (.2)	0.20
06/27/17	TCS	B170	Memos from, to R. Kalnit, M. Boyd and confirm March/April interim fee and holdback amounts; memo Kovacs regarding same	0.30
06/27/17	TCS	B190	Receipt, review Court docket regarding 6/27 hearing agenda and landlord's objection and claim for payment/indemnity based on mechanic's lien and debtor's response	0.50
06/27/17	TCS	B220	Receipt, review Hokanson, Kovacs memos regarding KEIP plan, UST objection and order on continued hearing	0.20
06/28/17	TCS	B130	Receipt, review debtor motion on hearing on motion to sell class action rights	0.10

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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
06/28/17	TCS	B185	Receipt, review debtor motions for contract rejections	0.20
06/28/17	TCS	B220	Receipt, review memos regarding 401(k) plan participant from N. Herman, R. Kalnit	0.20
06/29/17	TCS	B110	Receipt, review report of operations for May and Kovacs letter responses regarding liquidation recoveries	0.40
06/29/17	JRI2	B112	Respond to creditor inquiries (.3)	0.30
06/30/17	JRI2	B112	Respond to creditor inquiries (.2)	0.20
06/30/17	TCS	B130	Receipt, review orders on IP sale and bid procedures regarding sale of class action claims	0.20
06/30/17	TCS	B185	Receipt, review orders on Electrolux contract rejection and rejection of employment agreement	0.20
06/30/17	TCS	B220	Receipt, review final response to UST regarding KEIP; memos to, from C. Herschopf regarding same	0.20

TASK SUMMARY

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	3.30	1,617.00
B112	Creditor Inquiries	1.30	535.00
B120	Asset Analysis & Recovery	4.70	2,073.50
B130	Asset Sales and Other Disposition of Assets	1.00	430.00
B140	Adequate Protection/Relief from Stay	0.30	147.00
B150	Meetings & communications w/Debtor or Committee	4.60	2,101.00
B155	Court Hearings	4.00	1,735.00
B160	Employment Applications	0.40	169.00
B170	Fee Applications	30.60	7,583.00
B185	Executory Contracts and Leases	1.80	882.00
B190	Litigation and Contested Matters	3.10	1,399.00
B195	Non-Working Travel	4.00	1,360.00
B210	Business Operations/Strategic Planning	0.50	245.00

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TASK	TASK DESCRIPTION	HOURS	AMOUNT
B220	Employee Matters-Benefits/Pensions/Unions	2.10	1,029.00
		61.70	21,305.50

FEES FOR PROFESSIONAL SERVICES RENDERED \$ 21,305.50

50% DISCOUNT ON TASK #B195, NON-WORKING TRAVEL: \$ (680.00)

ADJUSTED FEES \$ 20,625.50

OUT-OF-POCKET EXPENSES

6/14/17 Travel - PAID TO: James R Irving Travel to Indianapolis IN for HHGregg 147.05

\$ 147.05

INVOICE TOTAL \$ 20,772.55

PRIOR UNPAID BALANCE \$ 70,744.50

BALANCE DUE \$ 91,517.05

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SUMMARY OF PROFESSIONAL SERVICES

ATTORNEY/PARALEGAL	HOURS	RATE	AMOUNT
Thomas C. Scherer	23.40	490.00	11,466.00
Whitney L. Mosby	3.50	355.00	1,242.50
James R Irving	11.80	340.00	4,012.00
Christopher B. Madden	20.00	200.00	4,000.00
Susan H. Mays	3.00	195.00	585.00
	<u>61.70</u>		<u>21,305.50</u>

**BALANCE HELD IN FIRST MERCHANTS BANK - \$19,284.00**

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c/o Renee B. Weiss, DDR Corp.- Committee Chairperson  
3300 Enterprise Parkway  
Beachwood, OH 44122

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**IN RE HHGREGG, INC. ET AL CHAPTER 11 CASE**

**REMITTANCE PAGE**

INVOICE TOTAL	\$ 20,772.55
PRIOR UNPAID BALANCE	<u>\$ 70,744.50</u>
BALANCE DUE	<u>\$ 91,517.05</u>

AGING OF OUTSTANDING INVOICES

DATE	INVOICE	INVOICE AMOUNT	PAYMENT RECEIVED	BALANCE
04/17/17	4385571	28,126.00	0.00	28,126.00
05/15/17	4387943	29,379.50	0.00	29,379.50
06/08/17	4389766	13,239.00	0.00	13,239.00
Total				70,744.50

**PAYMENT IS DUE WITHIN 30 DAYS OF THE DATE OF THIS INVOICE.**

**PLEASE RETURN THIS COPY WITH YOUR PAYMENT.**